



Member's

Corner

Three ways to make winning easier

by Steve Grossman, CPMR
Former IHRA President and Chairman



Steve Grossman, CPMR

Here we are with half the year gone and we are beginning to work on 2006. As the years go by, the one constant I hear from my fellow reps is that it keeps

getting harder in our business. And, I have yet to find another professional in any field that doesn't agree.

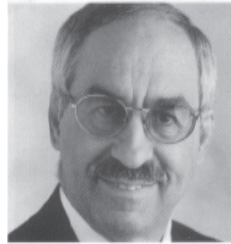
Well, I have three suggestions that might help you in winning the battle. I will address the most economical first.

I have just about finished Jack Welch's new book "Winning" and it is based on the questions most asked at his seminars since leaving GE. (Welch was CEO of General Electric for more than 20 years.) Each chapter is a warehouse of insight and to me answers why Jack is so well thought of.

The book lays out many strategies on how to run a better company by taking steps to be a winner. It is clear through his thoughts that winning is a journey or process that is built year-by-year and experience-by-experience. As other authors and business gurus profess, to be successful today one has to be unique and a value to the business process, if one is going to rise above the crowd.

If you wonder if "Winning" is worth the price (I think it is!) but don't want to spend the money, you can probably get it at your

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Gerald Newman

Legally Speaking

Sales rep in total control

by Gerald M. Newman and Adam J. Glazer,
Schoenberg, Fisher, Newman & Rosenberg, Ltd.
Legal Counsel for IHRA

After years of mutual success building and servicing a product market, some rep-principal relationships dissolve amicably, with each party evolving toward other pursuits. Some such relationships are allowed to die natural deaths as the contract termination date approaches. And some explode in a ball of litigation fury, generating years of brawling and counter-punching through the court system. Welcome to just such a furious battle.

The Rep Agreement

In 1986, Total Control, Inc. was appointed the exclusive sales agent of Danaher Corp., a group of interlocking companies that manufactures digital equipment and controls, in an Eastern seaboard sales territory. The term of the parties' self-renewing Sales Rep Agreement (the "Agreement") was 12 months, with either party given the right to cancel without cause on 30 days' notice, and reserved to Danaher "the right to handle directly any account in the agent's assigned territory."

Danaher modified the Agreement from time to time, including by extending the 30-day cancellation period to 120 days, conditional upon Total Control increasing sales by 10% over prior year sales. As Danaher acquired other companies' product lines, the representation of these products was added to Total Control's duties. Although Danaher also manufactured other products, the Agreement expressly appointed Total Control as a sales agent of all its "name brand digital equipment and controls."

The Commission Claim

In connection with Danaher's announced "restructuring," Total Control received 30 days' notice of cancellation, effective December 31, 2001. At the time of termination, Total Controls had increased its

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Legally Speaking (from page 1)

sales by more than 10% over the prior year sales. Accordingly, Danaher owed commissions upon termination for sales made into Total Control's exclusive territory, not only during the operation of the Agreement, but for the additional 90 days following.

When Danaher refused to pay such commissions, Total Control filed suit in February 2002 for breach of contract, and under the Pennsylvania Commissioned Sales Representative Act ("PCSRA"). Danaher disputed breaching the Agreement, and moved for summary judgment (a tactic that avoids a full hearing or trial) on the PCSRA claim. Grueling, motion-intensive litigation played out in federal court in Philadelphia, including heated discovery disputes, motions for sanctions, and motions for reconsideration before the case went to trial on Total Control's breach of contract claim for the failure to pay commissions.

The Statute of Limitations Argument

Seeking to duck potential seven-figure liability, Danaher first argued that Total Control waited too long to bring suit when it did not file its commission claims until 2002, even though it knew not later than 1997 of Danaher's view that no commissions were due. Pointing to Pennsylvania's four-year statute of limitations for contract actions, Danaher cried "too late."

The district court rejected this defense, finding under Pennsylvania law that where a contract calls for periodic or installment payments (such as commissions), the four-year statute accrues with each failure to make payment. Thus, Total Control's suit, seeking to recover only commissions due within four years of suit (and still comprising a tidy sum) was not time-barred.

The Entire Product Line Claim

Meanwhile, Total Control sought to expand the reach of its commission claim, contending that a February 1991 amendment to the Agreement appointed it to represent all Danaher products, regardless of whether they were digital. This amendment augmented the products Total Control represented to include "all products currently sold by" a company Danaher was acquiring "which shall be merged with [Danaher's] product line." Total Control urged that "all products currently sold" served to expand the original Agreement to encompass non-digital products, but the Court found that because the existing product line was exclusively digital, the amendment also limited Total Control to commissions only on the acquired company's digital equipment and controls.

The Sales Rep Act Cause of Action

Anxious to avoid the punitive damages liability that sales rep statutes afford, Danaher also moved for summary judgment on the PCSRA claim. Like most sales rep statutes, Pennsylvania's features the prospect of a punitive damages award if a principal willfully fails to pay commissions upon termination. For this reason, sales rep statutes in most states remain a powerful equalizer in the unequal bargaining position traditionally prevailing in rep-principal relations. After originally denying the motion, the Court reconsidered its ruling less than one month before trial, and left the jury no opportunity to consider Total Control's PCSRA claim.

Unlike virtually all other state statutes, the PCSRA limits its scope to sales representatives who "solicit wholesale orders from retailers rather than consumers." The statute does not, however, define "retailer." Total Control therefore argued that the distributors and manufacturers it placed orders with served the same function as retailers.

Disagreeing, the Court noted that of the 28 states with similar sales rep statutes, only Arizona also uses the word "retailer" in its definition of "sales representative." From this, it found the term "retailer" was not a mere semantical turn, but served an important and intentional limitation on the reach of this statute by the Pennsylvania legislature. The Federal District Court determined that Pennsylvania courts do not construe "retailer" to include a manufacturer making use of component parts. Instead, to be eligible under the PCSRA, Total Control "must solicit orders from persons engaged in making sales to retail customers." When Total Control's proof was insufficient on this point, summary judgment was entered on the PCSRA count for Danaher.

The Remaining Trial Issues

Rather than dispute that commissions due under the Agreement were unpaid, Danaher argued to the jury that certain unpaid commissions were actually "house accounts" that it had the right to handle directly under the Agreement, and that, properly measured, Total Control had not raised sales 10% over the prior year so as to trigger the longer notice requirement prior to termination. Unimpressed with Danaher's defenses, the jury returned a verdict for Total Control on the breach of contract count, awarding \$1.5 million in unpaid commissions.

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Legally Speaking (from page 2)

Pulling out all the stops, Danaher argued post-trial that Total Control's expert witness should have been barred at trial, and that the Court improperly precluded certain of its evidence as a discovery sanction. The Court rejected each of Danaher's post-trial challenges, and entered judgment on the \$1.5 million verdict. As significant as this award was, Total Control was still stinging from the Court's reconsidering the denial of summary judgment on the PCSRA claim, effectively precluding a punitive damages remedy. So Total Control tried again on the eve of trial.

One More Shot

Unwilling to let the treble damages and attorney's fees potential slip away so easily, Total Control filed a second complaint against Danaher, just three business days before trial was scheduled on its first. Suddenly aware that the Agreement called for it to be governed by Illinois law, Total Control this time invoked the Illinois Sales Rep Act ("ISRA"), which contains no "retailer" limitation. Not surprisingly, Danaher moved to dismiss, arguing Total Sales does not get a second bite at the proverbial apple, known legally as "res judicata."

The Court made short work of this claim, finding that by consciously choosing to pursue a claim under the PCSRA rather than the ISRA for strategic reasons, it had waived any right to rely upon the Illinois statute. Basic res judicata principles bar a litigant from seeking in a later action all or part of the claim which was the subject, or could have been the subject, of a former adjudication. Essentially, one apple bite per customer. For failing to invoke the more advantageous sales rep statute earlier, Total Control would have to "make do" with its non-trebled \$1.5 mil.

Gerald M. Newman, partner in the Chicago law firm of Schoenberg, Fisher, Newman & Rosenberg, Ltd., serves as general counsel to IHRA and he and his partners are regular contributors to the REPorter®.

Gerry and partners participate in Expert Access, the program that offers telephone consultations to IHRA members. Contact them at (312) 648-2300; fax at (312) 648-1212;

eMail: gerry.newman@sfnr.com and adam.glazer@sfnr.com.

Grossman (from page 1)

local library. My favorite chapter is "Business's Dirty Little Secret" which is all about the lack of candor in business and how expensive it really is.

The second tool for winning is the second Keystone Conference to be held September 20-22 in Louisville, Kentucky. Produced by rep associations MANA and NEMRA, the Conference is two days of presentations and breakout sessions designed to help all reps better understand the problems and opportunities reps face in today's changing world.

Donna Peake, IHRA past president, and I attended Keystone in 2003. We brought back many new ideas and benefited greatly not only from the formal presentations, but especially from the informal networking with reps from many industries. I know I have said this before, "even though there are many reps in many industries, 90% of what we do is the same and we can and do learn from each other." I hope that many of you invest in your future to improve the way you run your business. Check it out on page 7 of this newsletter and at www.nemra.org/keystone/.

(By-the-way, If you fly Southwest or other economy airlines, your investment in your career to attend Keystone will be about \$1000.)

The most costly suggestion I have, in both time and dollars, is earning your CPMR designation. This special educational opportunity is held at Arizona State University in January. One needs to invest one week in each of 3 years and \$5000. The CPMR course is an intensive class work curriculum that builds on each consecutive year. You will learn how to operate a better rep firm, how to manage your time and sales calls better. You will also learn more about accounting and legal aspects of the rep business and planning for succession. All courses offer ways of making and keeping more of your hard earned money.

The CPMR course is sponsored by the education and research foundation for reps. MRERF. Check it out at: www.mrerf.org/ed_programs.htm.

Here's to a winning year for all of us.

Steve Grossman, CPMR at steman4@aol.com.

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greg@cookschoice.com

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Contact: Warren Stansberry III, President
wstansberry@stancometal.com

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Contact: David Mesa, Sales Director
sales@timolino.com

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1301 Brummel Ave
Elk Grove Village, IL 60007
<http://www.kavalierglassworks.com/>

Contact: Zareen Ali, Marketing Manager
zali03@sprintpcs.com

Territories: Southeast: MS, AL, TN, WV, NC, SC, GA, FL
Midwest: KY, OH, IN, IL, MI, IA, MO
Great Plains: Southern NE, KS, MT

Commission Rate: 10% **Nat'l Sales:** \$2,300,000

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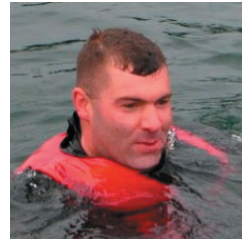
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This is an IHRA service to keep members advised of lines available. The listing of a manufacturer should in no way be construed as an endorsement of that line by IHRA, it being the obligation of each member to make their own evaluation of the line.

**IHRA Representative
Member Ads**

**IHRA Member, Son of former
IHRA President & Chairman,
awarded Purple Heart**



Corporal Paul Bang-Knudsen, U.S. Marine Corps, was awarded The Purple Heart Medal for wounds received in action on 16 April 2005 in Iraq. While engaged in night combat operations against enemy forces in the Al Anbar Province of Western Iraq, Cpl. Bang-Knudsen and two fellow Marines were injured. The Marines are part of the elite Marine Corps First Force Reconnaissance Company where Bang-Knudsen served in an 8-man reconnaissance team.

Cpl. Bang-Knudsen was the driver of an up-armored Humvee when the vehicle came under small arms fire. After being wounded he was medevaced by Army helicopter to a surgical field hospital for treatment. He was later transferred to an Air Force field hospital near Baghdad for surgery to remove a bullet and shrapnel from his left thigh. Consequently he was evacuated to Germany and later to the U.S. for recovery. After 30 days convalescent leave at the home of his parents, **Jill and Peter Bang-Knudsen**, charter members of IHRA, Cpl. Bang-Knudsen returned to duty at Camp Pendleton, California.

The Purple Heart Medal was awarded by Commanding General U.S. Marine Corps Forces, Central Command. The medal honoring those wounded in action was established by General George Washington in 1782.

Cpl. Bang-Knudsen worked in the family manufacturers' representative business, as management trainee at Starbucks and for housewares manufacturer William Bounds, Ltd. He previously served as an Emergency Medical Technician with Bainbridge Island Fire Department. He volunteered for the Marines shortly after 9-11-2001.

During his Marine Corps Service he successfully completed Marine Infantry School, Basic Reconnaissance Course, Army Paratrooper Course, Combatant Diver Course, and Survival, Evasion, Resistance and Escape Course. After completing a two year tour of duty in Asia with 3rd Reconnaissance Battalion he was reassigned to 1st Force Reconnaissance Company and deployed to Iraq in February 2005. He will rejoin his unit at Camp Pendleton Marine Corps Base in Southern California.

For further info: Peter Bang-Knudsen 206-767-6970

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2005 INDUSTRY CALENDAR OF EVENTS**July**

July 9 - 12

PHILADELPHIA GIFT SHOW

Washington, PA

July 10 - 12

SUMMER NASFT FANCY FOOD SHOW

New York, NY

July 12 - 19

THE LOS ANGELES GIFT & HOME MARKET

Los Angeles, CA

July 15 - 18

THE GIFT FAIR IN ATLANTA

Atlanta, Georgia

July 19 - 21

IFAM: INT'L FURNITURE & ACCESSORIES

Las Vegas, NV

July 20 - 27

CHICAGO GIFT & HOME MARKET

Chicago, IL

July 22 - 25

CALIFORNIA GIFT SHOW

Los Angeles, California

Jul 24 - 27

WASHINGTON GIFT SHOW

Washington, DC

Jul 30 - Aug 2

ORLANDO GIFT SHOW

Orlando, FL

August

Aug 6 - 10

SAN FRANCISCO INT'L GIFT FAIR

San Francisco, California

Aug 7 - 11

CANADIAN GIFT AND TABLEWARE ASSOCIATION

Toronto, ON, Canada

Aug 13 - 18

NEW YORK INT'L GIFT FAIR

New York, New York

Aug 15 - 19

ASD/AMD TRADE SHOW

Las Vegas, Nevada

Aug 27 - 31

THE SEATTLE GIFT SHOW

Seattle, Washington

September

Sep 10 - 13

BOSTON GIFT SHOW

Boston, MA

Sep 10 - 13

ATLANTA FALL GIFT & HOME FURNISHINGS MARKET
& ATLANTA GOURMET MARKET

Atlanta, GA

Sep 15 - 18

NATURAL PRODUCTS EXPO EAST

Washington, DC

Sep 17 - 19

NATIONAL GOURMET FOOD SHOW

Dallas, TX

Sep 17 - 19

DALLAS INT'L GIFT & HOME ACCESSORIES MARKET

Dallas, Texas

Sep 24 - 26

LOS ANGELES GIFT & HOME MARKET

Los Angeles, California

October

Oct 15 - 17

ART & FRAMING SHOWCASE

New York, NY

Oct 15 - 17

COFFEE FEST SEATTLE

Seattle, WA

Oct 16 - 19

NEW YORK HOME TEXTILES SHOW

New York, NY

Oct 16 - 19

NEW YORK GOURMET HOUSEWARES SHOW

New York, NY

Oct 29 - Nov 3

NEW YORK TABLETOP SHOWS

New York, NY

**DATES:**

March 12 - 14

DAYS:Sunday, Monday
& Tuesday**LOCATION:**McCormick Place
Chicago, USA**Register at:**<http://www.housewares.org/ihshow/attendeeinfo.asp>For a complete list of ECRM-EPPS Conferences, see their website at: <http://www.ecrm-epps.com>*Field Sales Professionals Serving the Home • Housewares • Hardware Industries*

SCHEDULE AND REGISTRATION FOR THE KEYSTONE CONFERENCE

Tuesday, September 20

General Arrival

5:30 p.m. - 7:00 p.m. - Cocktail Reception

Wednesday, September 21

7:00 a.m. - 8:00 a.m. - Breakfast

8:00 a.m. - 9:30 a.m. - Opening Presentation
Globalization and the Changing Marketplace
Patrick J. Cleary

9:30 a.m. - 10:00 a.m. - Networking Coffee Break

10:00 a.m. - 11:30 a.m. - General Session
How Will the Changing Marketplace Affect the Role of the Representative?

11:30 a.m. - 1:00 p.m. - Networking Luncheon

1:00 p.m. - 2:30 p.m. - Breakout Sessions
Globalization - A Focused View for Manufacturers' Representatives
John Cower

Strategic Selling Alliances
Steve Waterhouse

Internal Team Selling
All Representative Panel Discussion

2:45 p.m. - 4:15 p.m. - Breakout Sessions
Keeping Your Representatives Informed: One Manufacturer's Story
Charles H. Ingram

Selling Value
Robert Nadeau

Practical Technology
All Representative Panel Discussion

6:00 p.m. - Dine-Arounds

Thursday, September 22

7:00 a.m. - 8:00 a.m. - Breakfast

8:00 a.m. - 9:30 a.m. - Breakout Sessions

Selling Value (Repeated from Wed)
Robert Nadeau

Strategic Selling Alliances (Repeated from Wed)
Steve Waterhouse

Preparing for the Sale or Succession of Your Agency

All Representative Panel Discussion

9:30 a.m. - 10:00 a.m. - Networking Coffee Break

10:00 a.m. - 11:30 a.m. - Open Discussion About Current Issues

11:45 a.m. - 1:15 p.m. - Closing Luncheon

Closing Presentation - Legislative Update
John Satagaj

Mr. Satagaj is the President and General Counsel for the Small Business Legislative Council (SBLC)

REGISTRATION INFORMATION

Association Members: \$495 per person

Non-Association Registrants: \$595 per person

To register online, go to:

<https://www.nemra.org/index.cfm?do=keyregform>

Or you can fax or mail your registration form to:

Keystone 2005
c/o NEMRA
660 White Plains Road, Suite 600
Tarrytown, NY 10591
Fax: 914-524-8655

HOTEL INFORMATION

Marriott Louisville Downtown Hotel
Jefferson Street at Third Street
Louisville, KY 40202
800-533-0127 / Reservations: 800-228-9290

Room Rates: \$119 per night single/double
(plus state/local taxes)

On-site parking fee: \$16 daily
Valet parking fee: \$20 daily

To make your hotel room reservation, call 1-800-228-9290; reference the group name "Keystone" to receive the program's special rate. You can also register online at www.marriott.com.

Participants are responsible for making their own hotel reservations. Room reservations must be made by Friday, August 19, 2005. We cannot guarantee rate and room availability after this date.

TRANSPORTATION

Louisville Airport (SDF) - 8 miles from the hotel
Estimated taxi fare: \$12 (one way)

Cincinnati Airport (CVG) - 96 miles from the hotel

Indianapolis Airport (IND) - 115 miles from the hotel

Louisville Union Railroad Station - .4 miles

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